

CITY OF SOUTH FULTON, GEORGIA
South Fulton Service Center Auditorium, 5600 Stonewall Tell Road
Friday, March 6, 2018 9:00am



The Honorable William “Bill” Edwards, Mayor (present)
The Honorable Mark Baker, District 7, Mayor Pro Tem (present)
The Honorable Catherine F. Rowell, District 1, Councilmember (present)
The Honorable Carmalitha Gumbs, District 2 Councilmember (present)
The Honorable Helen Z. Willis, District 3 Councilmember (present)
The Honorable Naeema Gilyard, District 4 Councilmember (present)
The Honorable Rosie Jackson, District 5 Councilmember (present)
The Honorable khalid kamau, District 6 Councilmember (present)

SPECIAL CALLED MEETING MINUTES

1. Call to Order/Roll Call

**The meeting was called to order by Mayor Edwards at 9:02 am.
Following the roll call, a quorum was present.**

Mayor Edwards made a request to move Item 3 up for discussion and then go into Executive Session. Councilmember khalid questioned the reasoning for Executive Session, Mayor Edwards indicated, for personnel to discuss salaries. Item 3 was moved up for discussion.

It was noted that the City Attorney was not present; therefore the Mayor requested the City Council to recess to allow time for her arrival.

There was a recess at 9:05am.

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At 9:42pm the Mayor called the Meeting back to order.

A motion was made by Councilmember Willis and seconded by Councilmember Gilyard to recess for a Closed Executive Session regarding personnel. Councilmembers Rowell, Willis and Gilyard voted yea. Mayor Pro Tem Baker, Councilmembers Gumbs, Jackson and khalid voted no. Therefore, the motion failed, 3-4-0.

The City Council moved forward in open session to discuss the City Manager's Agreement.

- 2. Discussion of a Resolution permitting the City Manager to enter into agreements less than \$25,000.00 annually.**

Councilmember khalid indicated that he will introduce a Resolution at the March 20, 2018 Regular Meeting originally proposed by Ruth Jones, the previous Interim City Manager. He further indicated that the Resolution will be available prior to March 20th for Councilmembers reviewing.

- 3. Consideration of a contract for the permanent City Manager**

The City Attorney presented a Professional Services Agreement that she recommended the Mayor and City Council consider.

- a. A motion was made by Councilmember Jackson and seconded by Councilmember Willis to approve/accept the provision of Section 6.(a), (Termination by the City 'For Cause') with one exception that the City Attorney include a process for providing notice, before utilizing the Council's availability of Section 2.16(b)(1) of the City Charter. The motion passed unanimously, 7-0-0.**
- b. A motion was made by Councilmember Rowell and seconded by Councilmember Gumbs to add to the last sentence of Sections 4 (Professional Development) and 5 (Dues and Subscriptions) the**

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language: "said expenses shall be subject to budget limitations and City travel policies, as approved by the City." The motion passed unanimously, 7-0-0.

- c. A motion was made by Councilmember khalid and seconded by Mayor Pro Tem Baker to review the City Manager Agreement, Section by Section, from the beginning starting with Section 1. Mayor Pro Tem Baker, Councilmembers Rowell, Gumbs, Willis, Jackson and khalid voted yea. Mayor Edwards and Councilmember Gilyard voted no. Therefore, the motion passed 6-2-0.
- d. Mayor Edwards proposed a \$200,000.00 annual base salary, pursuant to the City Charter. A motion was made by Councilmember Willis and seconded by Councilmember Rowell to accept the recommendation of the base salary in Section 3.(a), (Compensation, Base Salary) at \$200,000.00. Councilmembers Rowell, Willis and Gilyard voted yea. Mayor Pro Tem Baker, Councilmembers Gumbs, Jackson and khalid voted no. Therefore, the motion failed, 3-4-0.

A motion was made by Councilmember khalid to move the previous question, (ending debate). There was no second. Therefore, the motion failed.

A motion was made by Councilmember Willis to table the discussion on base salary, review the remainder of the Contract, and revisit Section 3.(a) later. There was no second. Therefore, the motion failed.

- e. A motion was made by Councilmember khalid and seconded by Councilmember Jackson to set the base salary, Section 3.(a), (Compensation, Base Salary) at \$180,000.00. Mayor Pro Tem Baker made a friendly amendment to set it at \$182,000.00. Councilmember khalid did not accept the friendly amendment. Councilmembers Gumbs, Jackson and khalid voted yea. Mayor Pro Tem Baker, Councilmembers Rowell, Willis and Gilyard voted no. Therefore, the motion failed, 3-4-0.

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- f. A motion was made by Councilmember Gumbs and seconded by Councilmember Willis to set the base salary, Section 3.(a) at \$195,000.00. Councilmembers Rowell, Gumbs, Willis and Gilyard voted yea. Mayor Pro Tem Baker, Councilmembers Jackson and khalid voted no. Therefore, the motion passed 4-3-0.**
- g. A motion was made by Councilmember Rowell and seconded by Councilmember Gilyard to approve Section 3.(b), (Relocation Payment) at \$10,000.00. Mayor Pro Tem Baker, Councilmembers Rowell, Willis and Gilyard voted yea. Councilmembers Gumbs, Jackson and khalid voted no. Therefore, the motion passed, 4-3-0.**
- h. A motion was made by Councilmember Gilyard and seconded by Councilmember Rowell to omit the current language in Section 3.(c), (Bonus Compensation) and replace it with: "Annually, the Council and the Manager will set clear expectations and agree on specific goals. Goals and expectations should relate to and be built on strategic goals and objectives for the community that the Council sets. Annually, the City Council will review how effective the Manager is in accomplishing those goals, and the municipality, to advance the Mission of the City". Mayor Pro Tem Baker, Councilmembers Rowell, Gilyard and Jackson voted yea. Councilmembers Gumbs, Willis and khalid voted no. Therefore, the motion passed, 4-3-0.**

A motion was made by Councilmember khalid to give the City Manager \$1,000.00 per accomplished strategic goal by the end of this Fiscal Year using five (5) Budget Priorities established by the City Council in December 2017, which he e-mailed to the Council. There was no second. Therefore, the motion failed.

- i. A motion was made by Mayor Pro Tem Baker and seconded by Councilmember Rowell to move the previous question (ending debate). Mayor Pro Tem Baker, Councilmembers Rowell, Gumbs, Gilyard and Jackson voted yea. Councilmembers Willis and khalid voted no. Therefore, the motion passed, 5-2-0.**

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A motion was made by Councilmember Willis to reconsider voting on Councilmember khalid's proposal, based on the five (5) priorities established by the City Council in December 2017. There was no second. Councilmember Willis was ruled out of order, because she was not on the prevailing side of the previous vote.

- j. A motion was made by Mayor Pro Tem Baker and seconded by Councilmember Rowell to accept Section 3.(d), (Benefits, and Other Compensation), as presented. The motion passed unanimously, 7-0-0.**
- k. A motion was made by Councilmember Rowell and seconded by Mayor Pro Tem Baker (Termination 'For Cause') to add/amend language for Section 6.(a), (Termination 'For Cause'): "if terminated for cause, COBRA for 6 months from date of termination". Mayor Pro Tem Baker, Councilmembers Rowell, Gumbs, Willis and khalid voted yea. Councilmembers Gilyard and Jackson did not vote. Therefore, the motion passed, 5-2-0.**

A motion was made by Councilmember khalid to reduce the terms from 18 months to 9 months. There was no second. Therefore, the motion failed.

- l. A motion was made by Councilmember Rowell and seconded by Councilmember khalid to include six (6) months severance, Section 6.(b), (Termination by the City 'For Other Cause'). Councilmembers Rowell, Gumbs, Jackson and khalid voted yea. Mayor Pro Tem Baker, Councilmembers Willis and Gilyard did not vote. Therefore, the motion passed, 4-3-0.**
- m. A motion was made by Councilmember Willis and seconded by Councilmember Rowell to include six (6) months of COBRA payment, if terminated for cause, for him and his family, Section 6.(b), (Termination by the City 'For Other Cause'). Mayor Pro Tem Baker, Councilmembers Rowell, Willis, Gilyard, Jackson and khalid voted yea. Councilmember Gumbs did not vote. Therefore, the motion passed, 6-1-0.**

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A motion was made by Councilmember Willis and seconded by Councilmember khalid to approve in Section 6.(c), (Termination by Death or Disability) twelve (12) months severance in the event of disability or death and six (6) months of COBRA. No vote was taken on this motion.

- n. A motion was made by Councilmember khalid and seconded by Mayor Pro Tem Baker to amend the previous motion to be six (6) months COBRA and six (6) months severance in the event of disability or death. Mayor Pro Tem Baker, Councilmembers Rowell, Gumbs, Gilyard, Jackson and khalid voted yea. Councilmember Willis did not vote. Therefore, the motion passed, 6-1-0.**
- o. A motion was made by Councilmember Rowell and seconded by Councilmember Gilyard to replace Section 6.(d), (Termination by Donald) with the following language: "Donald may terminate this Agreement at any time by providing the City with notices of such termination, not later than sixty (60) days prior to the effective date of termination. If Donald voluntarily terminates this Agreement, pursuant to this paragraph, Donald shall be entitled to receive all compensation earned and all benefits and reimbursements due to the effective date of termination, including any accrued vacation or sick leave. Upon such notice, Council at its discretion, may hire a replacement City Manager or suspend Donald's performance of duties by and through the effective termination date. The City shall thereafter have no financial obligation to Donald pursuant to this Agreement". The motion passed unanimously, 7-0-0.**

The City Attorney suggest striking Section 6.(e), that Section requires that he gives sixty (60) day notice.

A motion was made by Councilmember Rowell to require a minimum of thirty (30) days notice. There was no second. Therefore, the motion failed.

- p. A motion was made by Councilmember khalid and seconded by Councilmember Gilyard to keep the sixty (60) days notice and**

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strike the thirty (30) days notice requirement for voluntary termination. Mayor Pro Tem Baker, Councilmembers Gumbs, Willis, Gilyard, Jackson and khalid voted yea. Councilmember Rowell did not vote. Therefore, the motion passed, 6-1-0.

The City Attorney informed Council that Sections 6.(e) & (f) now no longer exists because of Council's prior approvals. Section 6.(g) remains, but with current approved terms. Section 6.(h) remains as presented.

The City Attorney noted that Section 7. Binding Effect; Section 8. Complete Agreement: Waiver; Amendment; and Section 9. Indemnification to remain as presented.

Section 10. Notices: the City Attorney should insert Attn: City Clerk, 5440 Fulton Industrial Blvd. and With a copy to the City Attorney: Emilia C. Walker, Esq., Fincher Denmark, LLC

- q. A motion was made by Councilmember Gumbs and seconded by Councilmember Gilyard to strike Section 11. Severability. Councilmembers Rowell, Gumbs, Willis, Gilyard, Jackson and khalid voted yea. Mayor Pro Tem Baker did not vote. Therefore, the motion passed, 6-1-0.**

Section 12. Jointly Drafted; Section 13. Charter Compliance; and Section 14. Governing Law, will remain as presented.

A motion was made by Councilmember Willis to reconsider his base salary from \$195,000.00 to \$200,000.00. There was no second. Then Councilmember khalid seconded the motion. No vote was taken.

A friendly amendment was made by Councilmember Gumbs to reconsider his base salary and include performance based incentives. Councilmember Willis rescinded her motion. Councilmember khalid recommended going back to the \$182,000.00 base salary. Mayor Pro Tem Baker seconded the proposal. No vote was taken.

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- r. A motion was made by Councilmember Gumbs and seconded by Councilmember khalid to reconsider his base salary. Mayor Pro Tem Baker, Councilmembers Gumbs, Jackson and khalid voted yea. Councilmembers Rowell, Willis and Gilyard voted no. Therefore, the motion passed, 4-3-0.

Councilmember Rowell suggested to set a thirty (30) day period for Council to sit with the City Manager to determine the expectation of performance measurements.

- s. A motion was made by Councilmember Gumbs and seconded by Councilmember khalid to reconsider the base salary from \$195,000.00 to \$182,000.00 and add performance measure incentives to get up to the \$200,000.00. Councilmember Gumbs rescinded/withdrew her motion.
- t. A motion was made by Councilmember Willis and seconded by Councilmember Rowell to offer a contract, as previously approved today. Councilmembers Rowell, Willis and Gilyard voted yea. Mayor Pro Tem Baker, Councilmembers Gumbs, Jackson and khalid did not vote. Therefore, the motion failed, 3-4-0.
- u. A motion was made by Councilmember Willis and seconded by Councilmember Rowell to authorize the City Attorney to revise and offer the Agreement, as previously approved today. Councilmembers Rowell, Willis, Gilyard, and Jackson voted yea. Mayor Pro Tem Baker, Councilmembers Gumbs and khalid voted no. Therefore, the motion passed, 4-3-0.

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Councilmember khalid requested the City Clerk to do a roll call vote on motion u.:

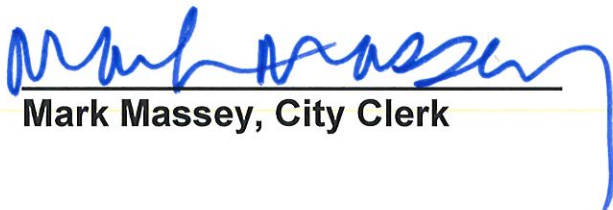
Edwards	Not Voting
Baker	No
Rowell	Yea
Gumbs	No
Willis	Yea
Gilyard	Yea
Jackson	Yea
khalid	No

The motion passed, 4-3-0.

4. Adjournment

A motion was made by Mayor Pro Tem Baker and seconded by Councilmembers Gumbs and Gilyard to adjourn the Meeting. Hearing no objections, the meeting adjourned.

The meeting adjourned at 12:04pm.


Mark Massey, City Clerk